VIRGINIA SLIMS WOMAN THING MUSIC
POS PHOTO CONTEST

OFFICIAL RULES - NO PURCHASE NECESSARY

The VIRGINIA SLIMS Woman Thing Music POS Photo Contest will be conducted from October 27, 1997 to November 30, 1997, in conjunction with the VIRGINIA SLIMS Woman Thing Music November retail promotion window. Photos and entry forms are due by December 31, 1997. To participate in the Contest, merchandise VIRGINIA SLIMS in-store during the November retail window. Utilize POS materials and displays to generate VIRGINIA SLIMS in-store visibility. Take a photo of your display.

To enter the Contest, complete and sign the Official Entry Form. Include your name, address, telephone number and section number, along with the retailer's name, telephone number and store address. Mail the entry form and one color photograph of your VIRGINIA SLIMS Woman Thing Music display to: VIRGINIA SLIMS Woman Thing Music POS Photo Contest, Attn: ~~M. Pizarro,~~ T. Lavinge Philip Morris U.S.A., 120 Park Avenue, New York, New York 10017. Only complete, eligible entries accompanied by one color photograph will be judged. No slides or transparencies accepted. Do not write on the front of the photograph. Each entry form and photograph represents one entry into the Contest. Entry forms may be photocopied. Only one entry per retailer allowed. Entries must be received by December 31, 1997.

Contest open to authorized Philip Morris Incorporated Field Sales Force personnel, 21 years of age and older, and their corresponding retailers, 21 years of age and older. Other employees of Philip Morris Incorporated, its affiliates, subsidiaries, distributors, advertising and promotion agencies, other agents, and their immediate families are not eligible.

Entries will be judged based on the photograph of the display, according to the following criteria: visual impact (50%) and creative application of merchandising and display techniques with use of related POS materials (50%). Judging will be conducted by a multi-functional team at Philip Morris, whose decisions will be final.

Two prizes will be awarded for each winning display; one prize for the Philip Morris Field Salesperson and one prize for his/her corresponding retailer. No more than one prize will be awarded to a Philip Morris Field Salesperson. There will be a total of 20 winners. Prizes are as follows:

- 10 First Place Prizes (one per market): Each prize will consist of one ~~Ticketron~~ TicketMaster gift certificate for the Philip Morris Field Salesperson and one ~~Ticketron~~ gift certificate for the retailer (estimated value of each gift certificate $200; total value of each prize $400)
- 10 Second Place Prizes (one per market): Each prize will consist of one Casio CD/~~Cassette~~/Radio for the Philip Morris Field Salesperson and one ~~Casio~~ Panasonic CD/Cassette/Radio for the retailer (estimated value of each ~~Casio~~ Panasonic CD/Cassette/Radio $100; total value of each prize $200)

Prizes are nontransferable. In the event that store policy prohibits awarding a prize to an individual employee, prize will be awarded in the name of the retail store.

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Winners will be selected on or about January 15, 1998 from all complete, eligible entries received. All prizes will be awarded. Philip Morris Incorporated is not responsible for lost, late, damaged, misdirected or illegible mail or typographical or other errors in the printing of the offer, administration of the Contest or in the announcement of the prizes. All entries and photographs become the exclusive property of Philip Morris Incorporated and will not be returned.

Winners will be deemed eligible by Philip Morris Incorporated. Any prize returned as undeliverable will be awarded to an alternate winner. Any federal, state or local taxes are the sole responsibility of the winners. Philip Morris Incorporated reserves the right to use prize winners' names and likenesses in any promotional activities relating to the Contest without further notification, permission or compensation to the winners, except where prohibited by law.

The likelihood of winning depends on the quality of the submission compared to the quality of all other entries, as judged by the criteria stated in the Official Rules. VOID WHERE PROHIBITED.

For the names of the winners, send a stamped, self-addressed envelope to: VIRGINIA SLIMS Woman Thing Music POS Photo Contest, Attn: ~~M. Pizarro~~, Philip Morris U.S.A., 120 Park Avenue, New York, New York 10017. T. Lauinger

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